

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

Ref. Nos. 1596, 1597, 1682, 1702 & 1720

CERTIFICATION OF COUNSEL

I, Matthew R. Pierce, counsel to FTX Trading Ltd. and its affiliated debtors and debtors-in-possession (the “Debtors”), hereby certify as follows to the best of my knowledge, information and belief:

1. On June 8, 2023, the Debtors filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) the *Motion of Debtors for Entry of an Order (I) Authorizing and Approving Sale of Debtors’ Interests in SCHF Cayman, L.P. Free and Clear of All Liens, Claims, Interests and Encumbrances; (II) Authorizing and Approving Debtors’ Entry into, and Performance Under, the Purchase and Sale Agreement; (III) Authorizing and Approving Assumption and Assignment of Certain Contracts; and (IV) Granting Related Relief* [D.I. 1596] (the “Motion”).²

2. On June 22, 2023, the Official Committee of Unsecured Creditors appointed in these chapter 11 cases (the “Committee”) filed the *Limited Objection of Official Committee of Unsecured Creditors to Motion of Debtors for Entry of an Order (I) Authorizing and Approving*

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification number are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson’s Commercial Complex, Friars Hill Road, St. John’s, Antigua and Barbuda.

² Capitalized terms used but otherwise not defined herein shall have the meanings ascribed to them in the Motion.

Sale of Debtors' Interests in SCHF Cayman, L.P. Free and Clear of All Liens, Claims, Interests and Encumbrances;(II) *Authorizing and Approving Debtors' Entry into, and Performance Under, the Purchase and Sale Agreement;*(III) *Authorizing and Approving Assumption and Assignment of Certain Contracts;* and (IV) *Granting Related Relief* [D.I. 1682] (the “Objection”).

3. On June 25, 2023, the Debtors filed the *Debtors' Reply in Support of Motion of Debtors for Entry of an Order (I) Authorizing and Approving Sale of Debtors' Interests in SCHF Cayman, L.P. Free and Clear of All Liens, Claims, Interests and Encumbrances; (II) Authorizing and Approving Debtors' Entry into, and Performance Under, the Purchase and Sale Agreement; (III) Authorizing and Approving Assumption and Assignment of Certain Contracts; and (IV) Granting Related Relief* [D.I. 1702] (the “Debtors' Reply”)

4. To resolve the Objection, the Debtors have revised the proposed form of order (the “Revised Order”), a copy of which is attached hereto as **Exhibit A**. A copy of the Revised Order compared against the proposed form of order attached to the Motion is attached hereto as **Exhibit B**.

5. The Revised Order has been circulated to the Office of the United States Trustee (the “U.S. Trustee”), the Committee, the Purchaser, and the Subject Company (collectively, the “Parties”). The Parties have no objection to the entry of the Revised Order. Accordingly, the Debtors respectfully request that the Court enter the Revised Order at its earliest convenience.

6. In accordance with the Court’s electronic order processing procedures, a clean copy of the Revised Order shall be uploaded to CM/ECF.

Dated: June 28, 2023
Wilmington, Delaware

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/s/ Matthew R. Pierce

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